

FILED  
ELECTRONICALLY  
10/04/06

1 STUTMAN, TREISTER & GLATT, P.C.  
 2 FRANK A. MEROLA  
 (CA State Bar No. 136934)  
 3 EVE H. KARASIK  
 (CA State Bar No. 155356)  
 4 CHRISTINE M. PAJAK  
 (CA State Bar No. 217173), Members of  
 5 1901 Avenue of the Stars, 12<sup>th</sup> Floor  
 Los Angeles, CA 90067  
 6 Telephone: (310) 228-5600  
 7 E-mail: [fmerola@stutman.com](mailto:fmerola@stutman.com)  
[ekarasik@stutman.com](mailto:ekarasik@stutman.com)  
[cpajak@stutman.com](mailto:cpajak@stutman.com)

SHEA & CARLYON, LTD.  
 JAMES PATRICK SHEA  
 (Nevada State Bar No. 000405)  
 CANDACE C. CARLYON, ESQ.  
 (Nevada State Bar No. 002666)  
 SHLOMO S. SHERMAN, ESQ.  
 (Nevada State Bar No. 009688)  
 233 South Fourth Street, Second Floor  
 Las Vegas, Nevada 89101  
 Telephone: (702) 471-7432  
 E-mail: [jshea@sheacarlyon.com](mailto:jshea@sheacarlyon.com)  
[ccarlyon@sheacarlyon.com](mailto:ccarlyon@sheacarlyon.com)  
[ssherman@sheacarlyon.com](mailto:ssherman@sheacarlyon.com)

9 *Counsel for the Official Committee of Equity Security Holders of  
 USA Capital First Trust Deed Fund, LLC*

10  
 11 **UNITED STATES BANKRUPTCY COURT  
 DISTRICT OF NEVADA**

12 In re: ) BK-S-06-10725-LBR  
 13 USA COMMERCIAL MORTGAGE COMPANY ) Chapter 11  
 Debtor. )  
 14 In re: ) BK-S-06-10726-LBR  
 15 USA CAPITAL REALTY ADVISORS, LLC, ) Chapter 11  
 Debtor. )  
 16 In re: ) BK-S-06-10727-LBR  
 17 USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, ) Chapter 11  
 Debtor. )  
 18 In re: ) BK-S-06-10728-LBR  
 19 USA CAPITAL FIRST TRUST DEED FUND, LLC, ) Chapter 11  
 Debtor. )  
 20 In re: ) BK-S-06-10729-LBR  
 21 USA SECURITIES, LLC, ) Chapter 11  
 Debtor. )  
 22 Affects )  
 All Debtors )  
 USA Commercial Mortgage Co. )  
 USA Securities, LLC )  
 USA Capital Realty Advisors, LLC ) Date: September 28, 2006  
 USA Capital Diversified Trust Deed ) Time: 9:30 a.m.  
 USA First Trust Deed Fund, LLC )

25  
 26 **NOTICE OF ENTRY OF ORDER APPROVING FIRST INTERIM FEE AND**  
**EXPENSE APPLICATION OF SHEA & CARLYON, LTD., SPECIAL (LOCAL)**  
**COUNSEL TO THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS**  
**OF USA CAPITAL FIRST TRUST DEED FUND, LLC (AFFECTS DEBTOR USA**  
**CAPITAL FIRST TRUST DEED FUND, LLC)**

1 PLEASE TAKE NOTICE THAT an Order Approving First Interim Fee and Expense  
2 Application of Shea & Carlyon, Ltd., Special (Local) Counsel to the Official Committee of  
3 Equity Security Holders of USA Capital First Trust Deed Fund, LLC (Affects Debtor USA  
4 Capital First Trust Deed Fund, LLC) was entered on the 4<sup>th</sup> day of October, 2006, a true and  
5 correct copy of which is attached hereto.

6  
7 DATED this 4<sup>th</sup> day of October, 2006.  
8

9 SHEA & CARLYON, LTD.  
10



11 CANDACE C. CARLYON, ESQ.  
12 Nevada Bar No. 0002666  
13 JAMES PATRICK SHEA, ESQ.  
14 Nevada Bar No. 000405  
15 SHLOMO S. SHERMAN, ESQ.  
16 Nevada Bar No. 009688  
17 233 S. Fourth Street, 2<sup>nd</sup> Floor  
18 Las Vegas, NV 89101  
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Entered on Docket  
October 04, 2006

Hon. Linda B. Riegle  
United States Bankruptcy Judge

STUTMAN, TREISTER & GLATT, P.C.  
FRANK A. MEROLA  
(CA State Bar No. 136934)  
EVE H. KARASIK  
(CA State Bar No. 155356)  
CHRISTINE M. PAJAK  
(CA State Bar No. 217173), Members of  
1901 Avenue of the Stars, 12<sup>th</sup> Floor  
Los Angeles, CA 90067  
Telephone: (310) 228-5600  
E-mail: [fmerola@stutman.com](mailto:fmerola@stutman.com)  
[ekarasik@stutman.com](mailto:ekarasik@stutman.com)  
[cpajak@stutman.com](mailto:cpajak@stutman.com)

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(Nevada State Bar No. 000405)  
CANDACE C. CARLYON, ESQ.  
(Nevada State Bar No. 002666)  
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(Nevada State Bar No. 009688)  
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E-mail: [jshea@sheacarlyon.com](mailto:jshea@sheacarlyon.com)  
[ccarlyon@sheacarlyon.com](mailto:ccarlyon@sheacarlyon.com)  
[ssherman@sheacarlyon.com](mailto:ssherman@sheacarlyon.com)

14 *Counsel for the Official Committee of Equity Security Holders of*  
15 *USA Capital First Trust Deed Fund, LLC*

16 **UNITED STATES BANKRUPTCY COURT**  
17 **DISTRICT OF NEVADA**

18 In re: USA COMMERCIAL MORTGAGE COMPANY Debtor.	) BK-S-06-10725-LBR )
19 In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor.	) Chapter 11 )
20 In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, Debtor.	) BK-S-06-10726-LBR )
21 In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor.	) Chapter 11 )
22 In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor.	) BK-S-06-10727-LBR )
23 In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor.	) Chapter 11 )
24 In re: USA SECURITIES, LLC, Debtor.	) BK-S-06-10728-LBR )
25 In re: USA SECURITIES, LLC, Debtor.	) Chapter 11 )
26 <b>ORDER APPROVING FIRST INTERIM FEE APPLICATION OF SHEA &amp;</b> <b>CARLYON, LTD.</b>	

1	Affects	)
2	<input type="checkbox"/> All Debtors	)
3	<input type="checkbox"/> USA Commercial Mortgage Co.	)
4	<input type="checkbox"/> USA Securities, LLC	)
5	<input type="checkbox"/> USA Capital Realty Advisors, LLC	) Date: September 28, 2006
	<input type="checkbox"/> USA Capital Diversified Trust Deed	) Time: 9:30 a.m.
	<input checked="" type="checkbox"/> USA First Trust Deed Fund, LLC	)

6 **ORDER APPROVING FIRST INTERIM FEE AND EXPENSE APPLICATION OF**  
 7 **SHEA & CARLYON, LTD., SPECIAL (LOCAL) COUNSEL TO THE OFFICIAL**  
 8 **COMMITTEE OF EQUITY SECURITY HOLDERS OF USA CAPITAL FIRST**  
 9 **TRUST DEED FUND, LLC**  
 10 **(AFFECTS DEBTOR USA CAPITAL FIRST TRUST DEED FUND, LLC)**

11 The Court having considered the "First Interim Fee and Expense Application of Shea  
 12 & Carlyon, Ltd., Special (Local) Counsel to the Official Committee of Equity Security  
 13 Holders of USA Capital First Trust Deed Fund, LLC" (the "Application"); having reviewed  
 14 the pleadings, papers and records on file in this matter; having considered the arguments of  
 15 counsel; the compensation originally requested by the Application in the amount of  
 16 \$171,222.75 having been voluntarily reduced by Shea & Carlyon ("Applicant") by \$459,  
 17 resulting in a total compensation request of \$170,763.75 (consisting of \$164,663.75 for fees  
 18 incurred by applicant during the period of May 10, 2006 through July 31, 2006, and \$6,100 for  
 19 expenses incurred by Applicant during the same period); the Application having been properly  
 20 served upon all parties-in-interest; all objections to the Application having been considered  
 21 and either overruled or otherwise resolved; and good cause appearing:

22  
 23 IT IS HEREBY ORDERED that the Application, as amended in open court, is  
 24 approved.

25  
 26 IT IS FURTHER ORDERED that Applicant is hereby awarded total compensation in  
 27 the amount of \$170,763.75, consisting of \$164,663.75 for fees incurred by Applicant during  
 28 the period of May 10, 2006 through July 31, 2006, and \$6,100 for expenses incurred by

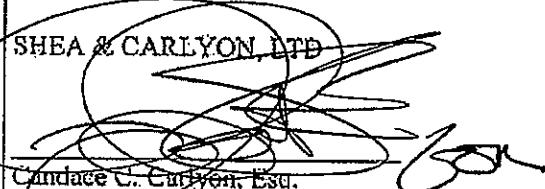
1      Applicant during the same period.

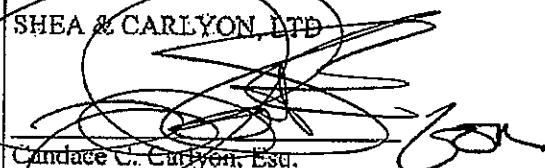
2      IT IS FURTHER ORDERED that the Application, as well as this award, are interim in  
3      nature as provided in the Court's Administrative Order Establishing Procedures for Interim  
4      Compensation and Reimbursement of Expenses of Professionals entered August 29, 2006  
5      [Docket No. 1202].

6      IT IS FURTHER ORDERED that the above compensation shall be paid forthwith by  
7      USA First Trust Deed Fund, LLC.

8      SUBMITTED BY:

I

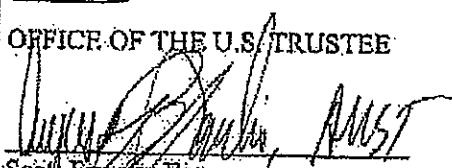
9        
10     SHEA & CARLYON, LLP

11       
12     Candace C. Carlyon, Esq.  
13     Shlomo S. Sherman, Esq.  
14     233 S. Fourth St., #200  
15     Las Vegas, NV 89101

16     Counsel for the Official Committee of Equity  
17     Security Holders of USA Capital First Trust  
18     Deed Fund, LLC

19     APPROVED/DISAPPROVED:

20     OFFICE OF THE U.S. TRUSTEE

21       
22     Sean Farley, Esq.  
23     300 Las Vegas Blvd. So., #4300  
24     Las Vegas, NV 89101

25     Counsel for the United States Trustee

## RULE 9021 DECLARATION

In accordance with Local Rule 9021, the undersigned certifies:

- The Court waived the requirements of LR 9021.
  - I have delivered a copy of proposed order to all attorneys and unrepresented parties who appeared at the hearing regarding this matter and/or who filed a written objection and each has:
    - approved the form of this order; or
    - waived the right to review this order; and/or
    - failed to file and serve papers in accordance with LR 9021(c).
  - I have delivered a copy of this proposed order to all attorneys and unrepresented parties who appeared at the hearing regarding this matter and/or who filed a written objection and all have either approved the form of this order, waived the right to review the order, failed to file and serve papers in accordance with LR 9021(c) and the following have disapproved the order:
  - No opposition was filed to the motion and no other party or counsel appeared at the hearing.

DATED this 2nd day of October, 2006.

~~SHEA & CARLYON, LTD.~~

JAMES PATRICK SHEA ESO

~~Nevada Bar No. 000405~~

233 S. Fourth Street, 2<sup>nd</sup> Floor

255 S. Fourth Street, #  
Las Vegas, NV 89101

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